

EXHIBIT B



5914 W. Courtyard Drive • Building 2, Suite 200 • Austin, Texas 78730

January 13, 2017

Morris D. Weiss, Chapter 11 Trustee for the Arabella Petroleum Company, LLC
100 Congress Avenue, Suite 1800
Austin, TX 78701

Re Tag-Along Right Notice pursuant to that Letter Agreement dated September 4, 2013

Ladies and Gentlemen:

This notice is being sent to you ("**Tag-Holder**") pursuant to that certain Letter Agreement, dated September 4, 2013 ("**Subject Agreement**") by and between Piedra Energy II, LLC, Brigham Resources Operating, LLC ("**Brigham Resources**"), the Ninety-Six Corporation and Kennedy Minerals, Ltd. Terms used in this notice ("**Tag-Along Notice**") but not defined herein have the meaning set forth in the Subject Agreement.

Brigham Resources and Brigham Resources Midstream, LLC ("**Brigham Midstream**") and, together with Brigham Resources, "**Seller**") have entered into a Purchase and Sale Agreement dated December 13, 2016 (as may be amended from time to time, the "**Purchase Agreement**") with Diamondback Energy, Inc. ("**Diamondback Energy**") and Diamondback E&P LLC ("**Diamondback E&P**" and, together with Diamondback Energy, "**Diamondback**"). The Purchase Agreement includes the sale of all of Seller's interests in certain wells and/or properties that are subject to the terms of the Subject Agreement, with such oil and gas leases and wells more fully set forth on Exhibit A attached hereto (the "**Subject Properties**"), for a total base purchase price equal to \$103,082,085.20 plus 489,561 shares of Diamondback Energy common stock, subject to customary purchase price adjustments as provided in the Purchase Agreement.

The Purchase Agreement requires Seller to indemnify Diamondback for breaches of representations, warranties, covenants and agreements, as well as for certain retained liabilities relating to the ownership and operation of the assets prior to the closing of the transaction thereunder. The Purchase Agreement also contains a non-compete that applies to Seller and certain other restricted persons. A redacted copy of the Purchase Agreement is attached to this notice as Annex A.

Pursuant to Paragraph 9 of the Subject Agreement, each Tag-Holder has the right to sell one hundred percent (100%) of its interests in the leases and lands included in the Subject Properties in the sale contemplated by the Purchase Agreement ("**Tag-Along Right**"). In order to exercise your Tag-Along Right, each Tag-Holder must notify Brigham Resources within five (5) days from receipt of this Tag-Along Notice to exercise the Tag-Along Right. If the Tag-Along Right is exercised, according to Paragraph 9 of the Subject Agreement, Diamondback is obligated to execute a Tag-Along Purchase Agreement on the same terms and conditions and for the same consideration in the Purchase Agreement (as adjusted to reflect Tag-Holder's quantum of interest in the lease and lands included in the Subject Properties); *provided, however*, if the transaction between Seller and Diamondback is not closed and consummated for any reason, Diamondback is not required to close and consummate the transaction between the Tag-Holder and Diamondback, even if a Tag-Along Purchase Agreement has been executed between such parties.

The closing of the transaction contemplated by the Purchase Agreement is expected to take place at 10:00 a.m. CST in the offices of Vinson & Elkins LLP on February 27, 2017, subject to the terms and conditions of the Purchase Agreement and the Subject Agreement.

Please note that (a) this Tag-Along Notice does not create or grant to any Tag-Holder, and shall not be construed as creating or granting to any Tag-Holder, any rights to which any Tag-Holder is not contractually entitled under the Subject Agreement, and (b) this Tag-Along Notice and the terms of the Purchase Agreement constitute confidential information and are subject to the terms of the Subject Agreement, including any confidentiality obligations and other restrictions set forth therein.

In the event Tag-Holder validly elects to exercise its Tag-Along Right, Diamondback shall prepare and deliver for your execution a purchase and sale agreement containing the same terms and conditions set forth in the Purchase Agreement.

Please indicate your election below, sign and date where provided, and return one (1) copy of this letter via email or U.S. Postal Service to the attention of:

Brigham Resources Operating, LLC
ATTN: Tracy K. Crook, Senior Landman
5914 W. Courtyard Dr., Suite 200
Austin, TX 78730

For questions and additional information, please contact the following Seller employee: Tracy K. Crook, 512-220-1236, tcrook@brighamresources.net

Please
Check one

☒ Tag-Holder hereby elects to exercise its Tag-Along Right.

☐ Tag-Holder hereby elects not to exercise its Tag-Along Right.

ARABELLA PETROLEUM COMPANY, LLC

By: Morris D. Weiss, Trustee
Name: Morris D. Weiss
Title: Chapter 11 Trustee

Sincerely yours,

BRIGHAM RESOURCES OPERATING, LLC

By: 

Name: Tracy K. Crook

Title: Senior Landman

cc:

Diamondback E&P LLC
500 West Texas Ave., Suite 1200
Midland, TX 79701
Attn: Travis Stice, CEO & President
Email: tstice@diamondbackenergy.com

and

Diamondback E&P LLC
9400 N. Broadway Ext., Suite 700
Oklahoma City, OK 73114
Attn: Randall J. Holder, General Counsel
Email: rjholder@diamondbackenergy.com